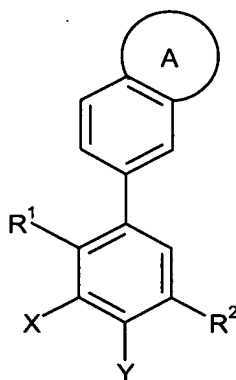


**Amendments to the claims**

This listing of claims will replace all prior versions, and listings, of claims in the application:

1. (original) A compound of formula (I):



(I)

wherein

A is a fused 5-membered heteroaryl ring substituted by  $-(CH_2)_m$ heterocyclyl wherein the heterocyclyl is a 5- or 6-membered heterocyclic ring containing one or two heteroatoms independently selected from oxygen, sulfur and nitrogen optionally substituted by up to two substituents independently selected from oxo, C<sub>1-6</sub>alkyl,  $-(CH_2)_n$ phenyl,  $-OR^3$ ,  $-(CH_2)_nCO_2R^3$ ,  $-NR^3R^4$  and  $-CONR^3R^4$ , and

A is optionally further substituted by one substituent selected from  $-OR^3$ , halogen, trifluoromethyl,  $-CN$ ,  $-CO_2R^3$  and C<sub>1-6</sub>alkyl optionally substituted by hydroxy;

R<sup>1</sup> is selected from methyl and chloro;

R<sup>2</sup> is selected from  $-NH-CO-R^5$  and  $-CO-NH-(CH_2)_q-R^6$ ;

R<sup>3</sup> and R<sup>4</sup> are each independently selected from hydrogen and C<sub>1-6</sub>alkyl;

R<sup>5</sup> is selected from hydrogen, C<sub>1-6</sub>alkyl,  $-(CH_2)_q-C_{3-7}$ cycloalkyl, trifluoromethyl,  $-(CH_2)_r$ heteroaryl optionally substituted by R<sup>7</sup> and/or R<sup>8</sup>, and  $-(CH_2)_r$ phenyl optionally substituted by R<sup>7</sup> and/or R<sup>8</sup>;

R<sup>6</sup> is selected from hydrogen, C<sub>1-6</sub>alkyl, C<sub>3-7</sub>cycloalkyl,  $-CONHR^9$ , phenyl optionally substituted by R<sup>7</sup> and/or R<sup>8</sup>, and heteroaryl optionally substituted by R<sup>7</sup> and/or R<sup>8</sup>;

R<sup>7</sup> is selected from C<sub>1-6</sub>alkyl, C<sub>1-6</sub>alkoxy,  $-(CH_2)_q-C_{3-7}$ cycloalkyl,  $-CONR^9R^{10}$ ,  $-NHCOR^{10}$ , halogen,  $-CN$ ,  $-(CH_2)_sNR^{11}R^{12}$ , trifluoromethyl, phenyl

optionally substituted by one or more  $R^8$  groups, and heteroaryl optionally substituted by one or more  $R^8$  groups;

$R^8$  is selected from  $C_{1-6}$ alkyl,  $C_{1-6}$ alkoxy, halogen, trifluoromethyl, and  $-(CH_2)_sNR^{11}R^{12}$ ;

$R^9$  and  $R^{10}$  are each independently selected from hydrogen and  $C_{1-6}$ alkyl, or

$R^9$  and  $R^{10}$ , together with the nitrogen atom to which they are bound, form a 5- or 6-membered heterocyclic ring optionally containing one additional heteroatom selected from oxygen, sulfur and  $N-R^{13}$ , wherein the ring may be substituted by up to two  $C_{1-6}$ alkyl groups;

$R^{11}$  is selected from hydrogen,  $C_{1-6}$ alkyl and  $-(CH_2)_q-C_{3-7}$ cycloalkyl optionally substituted by  $C_{1-6}$ alkyl,

$R^{12}$  is selected from hydrogen and  $C_{1-6}$ alkyl, or

$R^{11}$  and  $R^{12}$ , together with the nitrogen atom to which they are bound, form a 5- or 6-membered heterocyclic ring optionally containing one additional heteroatom selected from oxygen, sulfur and  $N-R^{13}$ ;

$R^{13}$  is selected from hydrogen and methyl;

X and Y are each independently selected from hydrogen, methyl and halogen;

m and q are each independently selected from 0, 1 and 2;

n and r are each independently selected from 0 and 1; and

s is selected from 0, 1, 2 and 3;

with the proviso that:

A is not substituted by  $-(CH_2)_mNR^{14}R^{15}$  wherein  $R^{14}$  and  $R^{15}$ , together with the nitrogen atom to which they are bound, form a 5- or 6-membered heterocyclic ring optionally containing one additional heteroatom selected from oxygen, sulphur and  $NR^{16}$  wherein  $R^{16}$  is hydrogen or methyl,

when m is 0, the  $-(CH_2)_m$ heterocyclyl group is not a 5- or 6-membered heterocyclyl ring containing nitrogen optionally substituted by  $C_{1-2}$ alkyl or  $-(CH_2)_nCO_2R^3$ , and

the compound of formula (I) is not 1,1-dimethylethyl 4-(6-{5-[(cyclopropylamino)carbonyl]-2-methylphenyl}-1,2-benzisoxazol-3-yl)-1-piperazinecarboxylate;

or a pharmaceutically acceptable derivative thereof.

2. (original) A compound according to claim 1 wherein A is a fused 5-membered heteroaryl ring containing two heteroatoms independently selected from oxygen and nitrogen.

3. (currently amended) A compound according to claim 1 ~~or claim 2~~ wherein A is substituted by  $-(CH_2)_m$ heterocyclyl wherein the heterocyclyl is a 5- or 6-membered

ring containing one or two heteroatoms independently selected from oxygen and nitrogen optionally substituted by up to two substituents independently selected from oxo, C<sub>1-6</sub>alkyl, -(CH<sub>2</sub>)<sub>n</sub>phenyl, -OR<sup>3</sup>, -(CH<sub>2</sub>)<sub>n</sub>CO<sub>2</sub>R<sup>3</sup>, -NR<sup>3</sup>R<sup>4</sup> and -CONR<sup>3</sup>R<sup>4</sup>.

4. (currently amended) A compound according to claim 1 ~~any one of the preceding claims~~ wherein R<sup>1</sup> is methyl.

5. (currently amended) A compound according to claim 1 ~~any one of the preceding claims~~ wherein R<sup>2</sup> is -CO-NH-(CH<sub>2</sub>)<sub>q</sub>-R<sup>6</sup>.

6. (currently amended) A compound according to claim 1 ~~any one of the preceding claims~~ wherein X is fluorine.

7. (original) A compound according to claim 1 substantially as hereinbefore defined with reference to any one of Examples 1 to 9, or a pharmaceutically acceptable derivative thereof.

8. (original) A compound selected from:

*N*-cyclopropyl-3-fluoro-4-methyl-5-[1-(tetrahydro-2*H*-pyran-2-ylmethyl)-1*H*-indazol-5-yl]benzamide;

*N*-cyclopropyl-3-fluoro-4-methyl-5-[1-(tetrahydro-2-furanylmethyl)-1*H*-indazol-5-yl]benzamide; and

3-{1-[(4-benzylmorpholin-2-yl)methyl]-1*H*-indazol-5-yl}-*N*-cyclopropyl-5-fluoro-4-methylbenzamide,

or a pharmaceutically acceptable derivative thereof.

9. (currently amended) A pharmaceutical composition comprising at least one compound as claimed in claim 1 ~~any one of claims 1 to 8~~, or a pharmaceutically acceptable derivative thereof, in association with one or more pharmaceutically acceptable excipients, diluents and/or carriers.

10. (currently amended) A compound according to claim 1 ~~any one of claims 1 to 8~~, or a pharmaceutically acceptable derivative thereof, for use in therapy.

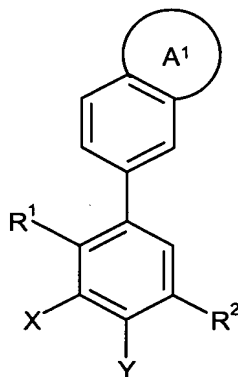
11. (currently amended) A compound as claimed in claim 1 ~~any one of claims 1 to 8~~, or a pharmaceutically acceptable derivative thereof, for use in the treatment or prophylaxis of a condition or disease state mediated by p38 kinase activity or mediated by cytokines produced by the activity of p38 kinase.

12. (currently amended) A method for treating a condition or disease state mediated by p38 kinase activity or mediated by cytokines produced by the activity of p38 kinase comprising administering to a patient in need thereof a compound as claimed in any claim 1 ~~any one of claims 1 to 8~~, or a pharmaceutically acceptable derivative thereof.

13. (cancelled)

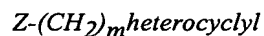
14. (currently amended) A process for preparing a compound of formula (I) as claimed in claim 1 ~~any one of claims 1 to 8~~, or a pharmaceutically acceptable derivative thereof, which comprises:

(a) reacting a compound of formula (II)



(II)

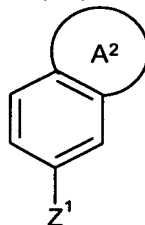
in which R<sup>1</sup>, R<sup>2</sup>, X and Y are as defined in claim 1 and A<sup>1</sup> is an unsubstituted fused 5-membered heteroaryl ring,  
with a halide derivative of formula (III)



(III)

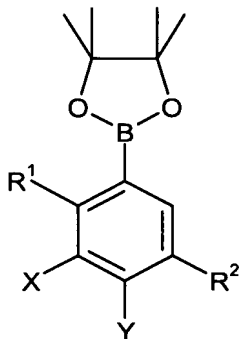
in which  $-(CH_2)_m\text{heterocyclyl}$  is as defined in claim 1 and Z is halogen,  
in the presence of a base;

(b) reacting a compound of formula (IV)

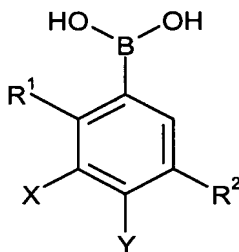


(IV)

in which  $A^2$  is A as defined in claim 1 or a protected form of A or  $A^1$ , and  $Z^1$  is halogen,  
 with a compound of formula (VA) or (VB)



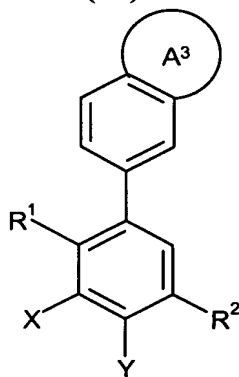
(VA)



(VB)

in which  $R^1$ ,  $R^2$ , X and Y are as defined in claim 1,  
 in the presence of a catalyst;

(c) reacting a compound of formula (XI)



(XI)

in which  $R^1$ ,  $R^2$ , X and Y are as defined in claim 1 and  $A^3$  is a fused 5-membered heteroaryl ring substituted by  $-(CH_2)_m$ heterocyclyl wherein the heterocyclyl is unsubstituted, with a suitable reagent; or

(d) final stage modification of one compound of formula (I) as defined in claim 1 to give another compound of formula (I) as defined in claim 1.

15. (new) A compound according to claim 2 wherein A is substituted by  $-(CH_2)_m$ heterocyclyl wherein the heterocyclyl is a 5- or 6-membered ring containing one or two heteroatoms independently selected from oxygen and nitrogen optionally substituted by up to two substituents independently selected from oxo,  $C_{1-6}$ alkyl,  $-(CH_2)_n$ phenyl,  $-OR^3$ ,  $-(CH_2)_nCO_2R^3$ ,  $-NR^3R^4$  and  $-CONR^3R^4$ .

16. (new) A compound according to claim 15 wherein  $R^1$  is methyl.

17. (new) A compound according to claim 15 wherein  $R^2$  is  $-CO-NH-(CH_2)_q-R^6$ .

18. (new) A compound according to claim 15 wherein X is fluorine.